EXHIBIT C

In The Matter Of:

THE SCO GROUP, INC., v.
INTERNATIONAL BUSINESS MACHINES CORPORATION

DAVID FRASURE
June 8, 2004

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1 bosses while you were at AT&T working on Unix   03:45 PM
2 licensing?
3   A.   Otis Wilson was my direct boss and
4 above him was a gentleman by the name of Dick
5 Shapizan.
6   Q.   How do you spell Shapizan?
7   MR. SZYMANSKI: Usual spelling.
8   MR. GANT: S-dash.
9   A.   I can get it out of the Dollar Echos.
10 S-h-a-p-i-z-a-n, I believe; and his boss was Thomas   03:45 PM
11 Crowley, c-r-o-w-l-e-y.
12   Q.   Did you report directly to anyone other
13 than Mr. Wilson during your tenure at AT&T license --
14 Unix licensing?
15   A.   No. He was always my direct report.   03:46 PM
16   Q.   At various places in your Declaration
17 you've used the term "derivative work." Can you
18 explain what you mean by that?
19   A.   Derivative work means that it was based
20 on Unix. It was, in other words it was derived from, 03:46 PM
21 from Unix. It also could be that it worked with
22 Unix, but it may not have specific Unix code in it.
23   But the software itself that would be
24 written by a licensee could not have been written, if
25 you will, without Unix existing.   03:47 PM

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1   (Interruption by reporter.)   03:47 PM
2   Unix existing.
3   MR. GANT: You have the spelling of
4 Unix. Fine time to ask.
5   MR. KAO: Little late now.   03:47 PM
6   MR. SZYMANSKI: U-n-e-x right?
7   A.   U-n-i-x.
8   MR. GANT: That is your understanding
9 of derivative work.
10   A.   Yes, that is correct.   03:47 PM
11   Q.   Can you explain what you mean by
12 modification as that term is used in your
13 Declaration?
14   A.   It is similar to a derivative work, it
15 is just a, it can be a derivative work. The term   03:47 PM
16 modification was -- derivative work was a term that
17 was used in the software community, and that language
18 was there for included as part of the agreement, but
19 it was essentially a modification that was made
20 either to the Unix code, or they were a derivative   03:48 PM
21 work could include a modification, and also could be
22 code that was written that would interface with Unix
23 to make that new code work.
24   Q.   You referred a moment ago to a software
25 community. What do you mean by that?   03:48 PM

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1   A.   People who write software for, for   03:48 PM
2 companies, as (indiscernible) programmers. There's,
3 there's a vernacular if you will associated like
4 there is with many professions, certain terms.
5   Q.   Is your understanding of derivative   03:48 PM
6 works that you just explained a few moments ago what
7 you understood the definition to be in the software
8 community?
9   A.   Yes.
10   Q.   Is it your understanding that when the 03:49 PM
11 term derivative work was used in AT&T Unix License
12 Agreements that the intent was to use the term in the
13 same way that it was used in the software community
14 at the time?
15   A.   I believe that to be correct, yes.   03:49 PM
16   Q.   Is the same true with respect to
17 modification, is that a term that had a meaning in
18 the software community?
19   A.   No. Modification was -- currently that
20 word, modification it was modifying something that   03:49 PM
21 was in --
22   Q.   -- and it's your understanding that
23 the term modification was used in AT&T's Unix License
24 Agreements in the sense that you just described a few
25 moments ago?   03:49 PM

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1   A.   Yes.   03:49 PM
2   Q.   It was used to essentially mean add,
3 change or delete?
4   A.   Unix code.
5   Q.   I didn't mean to cut you off. Are you 03:49 PM
6 finished?
7   A.   Yes.
8   Q.   Why don't we take a break since we're
9 out of videotape and we'll resume shortly.
10   THE VIDEOGRAPHER: This marks the end   03:50 PM
11 of Tape #2 in the deposition of David Frasure. Going
12 off the record, the time is 15:49.
13 (A recess was taken.) (Videotape #3)
14   THE VIDEOGRAPHER: Back on the record.
15 Here marks the beginning of Tape #3 in the deposition 04:06 PM
16 of David Frasure. The time is 16:06.
17   A.   Before we start can I-- during the
18 break I recalled the attorney who represented me in
19 the insurance fraud, his name was Jeff Foster, and he
20 practiced law in Greenville, North Carolina.   04:07 PM
21   Q.   Do you remember the name of his firm if
22 any?
23   A.   He was in practice for himself. So
24 probably under his name as far as I can recall.
25   Q.   When was the last time you spoke with   04:07 PM

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